

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF NEW YORK

COMPASS-CHARLOTTE 1031, LLC,

Plaintiff,

-against-

Case No.:1:24-cv-55 (MAD/DJS)

PRIME CAPITAL VENTURES, LLC
BERONE CAPITAL FUND, LP
BERONE CAPITAL PARTNERS LLC
BERONE CAPITAL LLC
BERONE CAPITAL EQUITY FUND I, LP
405 MOTORSPORTS LLC f/k/a Berone Capital Equity
Partners LLC

Defendants.

LOCAL RULE 7.1(e)
DECLARATION OF
ROBERT A. LIPPMAN, ESQ.
IN SUPPORT OF ORDER TO
SHOW CAUSE

PAUL A. LEVINE, as RECEIVER of PRIME CAPITAL
VENTURES, LLC,

Third-Party Plaintiff,

-against-

KRIS D. ROGLIERI, TINA M. ROGLIERI, KIMBERLY
A. HUMPHREY a/k/a KIMMY HUMPHREY, PRIME
COMMERCIAL LENDING, LLC, COMMERCIAL
CAPITAL TRAINING GROUP, THE FINANCE
MARKETING GROUP, NATIONAL ALLIANCE OF
COMMERCIAL LOAN BROKERS LLC, FUPME, LLC,

Third-Party Defendants,

I, Robert A. Lippman, Esq., hereby declare the following under penalty of perjury, pursuant
to 28 U.S.C. §1746:

1. I am an attorney duly admitted to the practice of law before the courts of the State
of New York and am admitted to practice before this Court, and a member of the law firm Lemery
Greisler LLC, counsel to the Receiver in this action.

2. I respectfully submit this declaration in support of Receiver's motion Order to Show Cause for a Stay of Litigation against Receivership Assets, for the reasons set forth at length in the accompanying Memorandum of Law.

3. In summary, as set forth in the Third Report of the Permanent Receiver, dated February 7, 2024 (Dkt. No. 107, Exhibit "A"), there are at least 7 actions pending against Prime Capital Ventures, LLC ("Prime") seeking the return of approximately \$63 million in lost ICA Deposits, which missing money appears to have been transferred without consideration to the above-named Third-Party Defendants, and others, such as Shark Ventures LLC, without consideration and in violation of the financing agreements between Prime and its borrowers.

4. The Order to Show Cause submitted herewith also seeks to attach and enjoin the funds and assets of Shark Ventures LLC, namely, exotic automobiles (and a Ferrari Engine coffee table) purchased with monies that were entrusted to Prime by its borrowers.

5. Upon information and belief, the automobiles in Shark Ventures LLC's possession are the fruits of fraudulent conversion, and title to these assets set forth in the Order to Show Cause is held by Kris Roglieri, who uses these cars for his own personal enjoyment, placing them at risk of loss, dissipation and depreciation.

6. There is strong reason to believe, given the wanton breaches of fiduciary duty that appear evident throughout this case, that without immediate attachment of the identified misapplied assets to preserve the status quo, the assets will be dissipated and lost and any final judgment in this action would be rendered meaningless.

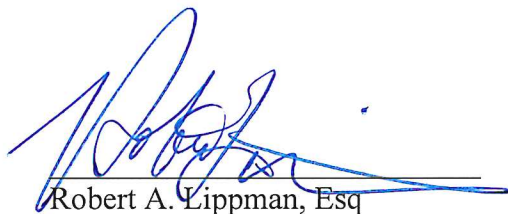
7. The Receiver seeks the same power and duties concerning the Shark Ventures LLC assets as he has sought, and been granted, in the Temporary Restraining Order currently applicable in this case, granted January 30, 2024, Dkt. No. 78.

8. Given the foregoing, good and sufficient cause exists to move this Court by Order to Show Cause.

9. In accordance with Local Civil Rule 7.1(e), reasonable advance notice of this application for relief has been provided to all parties, by email on February 9, 2024. A copy of that notice is attached hereto as Exhibit "A".

10. I declare under penalty of perjury that the foregoing is true and correct. Executed this 9th day of February 2024.

DATED: February 9, 2024
Albany, New York



Robert A. Lippman, Esq

EXHIBIT A

Robert Lippman

From: Van Tol, Pieter <pieter.vantol@hoganlovells.com>
Sent: Friday, February 9, 2024 4:12 PM
To: Robert Lippman; Bautz, Peter; Cottrell, Eric H.; Brian M. Culnan, Esq.; Esser, Will; Chris Fenlon (cfenlon@hinckleyallen.com); mkye@kyelaw.com; tmaulsby@fkks.com; jmayall@certilmanbalin.com; tmcnamara@certilmanbalin.com; Murphy, Kieran T.; papastore@oalaw.com; powerst@whiteandwilliams.com; Tuxbury, James L.
Cc: Paul Levine; Peter Damin
Subject: RE: Compass v. Prime Capital, et al. -- Advance Notice of Order to Show Cause

Bob –

We don't object to that schedule, while of course reserving all rights.

Regards,

Pieter

From: Robert Lippman <rlippman@lemerygreisler.com>
Sent: Friday, February 9, 2024 4:04 PM
To: Bautz, Peter <Peter.Bautz@HoganLovells.com>; Cottrell, Eric H. <ericcottrell@parkerpoe.com>; Brian M. Culnan, Esq. <bculnan@oalaw.com>; Esser, Will <willesser@parkerpoe.com>; Chris Fenlon (cfenlon@hinckleyallen.com) <cfenlon@hinckleyallen.com>; mkye@kyelaw.com; tmaulsby@fkks.com; jmayall@certilmanbalin.com; tmcnamara@certilmanbalin.com; Murphy, Kieran T. <KMurphy@hinckleyallen.com>; papastore@oalaw.com; powerst@whiteandwilliams.com; Tuxbury, James L. <jtuxbury@hinckleyallen.com>; Van Tol, Pieter <pieter.vantol@hoganlovells.com>
Cc: Paul Levine <plevine@lemerygreisler.com>; Peter Damin <pdamin@lemerygreisler.com>
Subject: Compass v. Prime Capital, et al. -- Advance Notice of Order to Show Cause

[EXTERNAL]

Deal Counsel,

Pursuant to N.D.N.Y. Local Rule 7.1(e), please take notice that Lemery Greisler LLC, on behalf of the Receiver, Paul A. Levine, Esq., will move the Court by Order to Show Cause for a Stay of Litigation against the Receivership Estate, as well as expansion of the Order to Show Cause for Temporary Injunctive Relief of Attachment currently in effect to extend to the assets of Shark Ventures LLC.

Given that there is already a return date set for the existing TRO of Feb. 15th at 2:30, we propose Opposition date to our OSC by February 13, 2024, and Reply by Feb. 14th. Please let us know whether you agree to such dates at the earliest so that we can report to the Court as to whether the parties have consensus on this.

Thank you,
Bob

Robert A. Lippman, Esq.
Member
LEMERY GREISLER LLC

60 Railroad Place, Suite 502
Saratoga Springs, New York 12866

Direct Dial: (518)831-5262 | Front Desk: (518)581-8800 | Fax: (518)581-8823

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Robert Lippman

From: Robert Lippman
Sent: Friday, February 9, 2024 4:41 PM
To: THOMAS McNAMARA; Bautz, Peter; Cottrell, Eric H.; Brian M. Culnan, Esq.; Esser, Will; Chris Fenlon (cfenlon@hinckleyallen.com); mkye@kyelaw.com; tmaulsby@fkks.com; JAS MAYALL; Murphy, Kieran T.; papastore@oalaw.com; powerst@whiteandwilliams.com; Tuxbury, James L.; Van Tol, Pieter; mmcdade@balch.com; peverman@balch.com; lombardo@chapman.com
Cc: Paul Levine; Peter Damin
Subject: RE: Compass v. Prime Capital, et al. -- Advance Notice of Order to Show Cause
Attachments: doc10073020240209163514.pdf

Please see attached OSC, relative to the advance notice given below. Note I have also included the attorneys for B&R and ER Tennessee on this email.

-Bob Lippman

From: THOMAS McNAMARA <tmcnamara@certilmanbalin.com>
Sent: Friday, February 9, 2024 4:32 PM
To: Robert Lippman <rlippman@lemerygreisler.com>; Bautz, Peter <Peter.Bautz@HoganLovells.com>; Cottrell, Eric H. <ericcottrell@parkerpoe.com>; Brian M. Culnan, Esq. <bculnan@oalaw.com>; Esser, Will <willesser@parkerpoe.com>; Chris Fenlon (cfenlon@hinckleyallen.com) <cfenlon@hinckleyallen.com>; mkye@kyelaw.com; tmaulsby@fkks.com; JAS MAYALL <jmayall@certilmanbalin.com>; Murphy, Kieran T. <KMurphy@hinckleyallen.com>; papastore@oalaw.com; powerst@whiteandwilliams.com; Tuxbury, James L. <jtuxbury@hinckleyallen.com>; Van Tol, Pieter <pieter.vantol@hoganlovells.com>
Cc: Paul Levine <plevine@lemerygreisler.com>; Peter Damin <pdamin@lemerygreisler.com>
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Can you send us a copy of the OTSC so we can see what we are talking about? Thanks.



Thomas J. McNamara, Esq.
Certilman Balin Adler & Hyman, LLP
90 Merrick Avenue, 9th Floor
East Meadow, NY 11554

☎ Direct 516.296.7057 | ☎ Firm 516.296.7000 | ☎ Fax 516.296.7111

✉ Email: tmcnamara@certilmanbalin.com | [my profile](#) | www.Certilmanbalin.com

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papastore@oalaw.com; powerst@whiteandwilliams.com; Tuxbury, James L. <jtuxbury@hinckleyallen.com>; Van Tol, Pieter <pieter.vantol@hoganlovells.com>

Cc: Paul Levine <plevine@lemerygreisler.com>; Peter Damin <pdamin@lemerygreisler.com>

Subject: Compass v. Prime Capital, et al. -- Advance Notice of Order to Show Cause

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Deal Counsel,

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Thank you,
Bob

Robert A. Lippman, Esq.

Member

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